

EXHIBIT A

FORM OF PROPOSED ORDER

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

_____)	
In re)	Chapter 11
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Case No. 12-12020-MG
)	(Jointly Administered)
Debtors.)	
_____)	

**ORDER GRANTING APPLICATION OF AD HOC GROUP FOR AUTHORITY TO
FILE SNELLENBARGER DECLARATION UNDER SEAL**

Upon the application dated April 29, 2013 (the “Application”) of the Ad Hoc Group of Junior Secured Noteholders (the “Ad Hoc Group”)¹ pursuant to Section 107(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 9018 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the Case Management Order² for authority to file the Declaration of Reid Snellenbarger in Support of the Objection³ (the “Snellenbarger Declaration”) under seal; and it appearing that the Court has jurisdiction over this matter; and it appearing that notice of the Application as set forth therein is sufficient, and that no other or further notice need be provided; and it further appearing that the relief requested in the Application is in the best interests of the Debtors and their estates and creditors; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the Application is granted; and it is further

¹ The Ad Hoc Group is comprised of certain holders of 9.625% Junior Secured Guaranteed Notes due 2015 (the “Junior Secured Noteholders”) issued under that certain Indenture dated as of June 6, 2008.

² Order Under Bankruptcy Code Sections 102(1), 105(a) and 105(d), Bankruptcy Rules 1015(c), 2002(m) and 9007 and Local Bankruptcy Rule 2002-2 Establishing Certain Notice, Case Management and Administrative Procedures [ECF No. 141] (the “Case Management Order”).

³ Capitalized terms not otherwise used herein shall have the meanings ascribed to such terms in the Application.

ORDERED that the Ad Hoc Group is authorized to file the Snellenbarger Declaration under seal; and it is further

ORDERED that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that the Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order; and it is further

ORDERED that this Order is without prejudice to the rights of any party in interest, including the United States Trustee for Region 2, to seek to unseal the Snellenbarger Declaration or any part thereof.

Dated: May __, 2013

THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE